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Our ref NYJJD/91431.1
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RE: RECLAMATION DEMAND OF TESA AG
In re Delphi Corp., et al.
Chapter 11 Bankruptcy Case No. 05-44481
United States Bankruptcy Court -- Southern District of New York

Ladies and Gentlemen:

We are counsel to Tesa AG ("Tesa"), a creditor in the above-mentioned bankruptcy cases. This is to advise you that, pursuant to Section 546(c) of the United States Bankruptcy Code, Section 2-702 of the Uniform Commercial Code (e.g., Section 440.2702 of the Michigan Compiled Law Service), and the common law, Tesa hereby requests reclamation of all goods (the "Goods") received by, sold and/or delivered to any of the above-mentioned debtors, including without limitation, Delphi Corp. and Delphi Automotive Systems (collectively, "Delphi"), on or within ten (10) days prior to the date of Delphi's bankruptcy filing (October 8, 2005), or such other longer period that may apply.

As required by the Order under 11 U.S.C. §§ 362, 503, and 546 and Fed. R. Bankr. P. 9019 Establishing Procedures for the Treatment of Reclamation Claims, dated October 13, 2005, we intend to set forth which Goods are specifically subject to reclamation in the near future, as the relevant information is not in Tesa's possession, but in the possession of Delphi or third parties. Nevertheless, at this time Tesa estimates that the value of the Goods subject to reclamation is no less than €250,000 (subject to conversion to U.S. dollars at the appropriate exchange rate(s)).

In addition to reclaiming the Goods, we demand that you immediately segregate the Goods reclaimed by Tesa, that you do not commingle the Goods with any other similar product, that you do not combine the Goods with any other substance and that you do not sell the Goods.

This reclamation demand letter shall not constitute a waiver of any rights, interests, claims, causes of actions or interests under any agreement, at common law, by statute, or in equity, to which Delphi or Tesa are or may be subject.

Furthermore, this reclamation demand letter is without prejudice to Tesa's right to claim that Goods not delivered to Delphi's plant are owed by Tesa. Delphi may not deny Tesa's reclamation claim unless the Bankruptcy Court grants Tesa, in respect of the total value of the Goods, a claim with administrative priority under Section 503(b) of the Bankruptcy Code, or a claim secured by a lien.

If you have questions with respect to the foregoing, please contact me at (212) 909-0605. You can also reach me by e-mail at karen.ostad@lovells.com.

Best regards,



Karen Ostad

Encl.

cc: Karsten Krahwinkel (By E-Mail: Karsten.Krahwinkel@tesa.com)
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